

By-Laws
Institute for Learning in Retirement, Inc. at Albertus Magnus College
 adopted December 13, 2017

- I Name:** The name of the corporation is: Institute for Learning in Retirement, Inc. at Albertus Magnus College.
- II Mission Statement:** The purpose of the Institute is to provide a non-profit, community-based organization for adults who share a love of learning and are committed to lifetime learning, and to offer unique educational opportunities, which emphasize collaborative leadership and active membership participation. In the company of like-minded peers, members will have the opportunity to enjoy college-level academic pursuits without concern for credits, grades and prerequisites.
- III Affiliations:** The Institute is affiliated with the Road Scholar (formerly known as Elderhostel) Institute Network, and is hosted by Albertus Magnus College and a number of other venues in the greater New Haven area.
- IV Membership:** Membership shall be open to all retired and semi-retired persons or mature adults who pay annual dues. Membership shall commence upon payment of dues and be renewable twelve months hence.
- V Officers:** The officers shall include: President, Executive Vice-President, Vice-President for Curriculum, Secretary, and Treasurer. All officers shall be voting members of the Board of Governors, and all presidents shall become ex-officio members for the two years following completion of their time in office. Nothing in these by-laws shall preclude the sharing of an office by two persons when necessary. The terms of officers, except the President and Executive Vice President, shall be a 1-year term from election at the annual spring meeting and will serve until their successors have been elected. The terms of the President and Executive Vice President shall be two years from the time of their election. The President and Executive Vice-President shall serve no more than two consecutive terms in any one office.
- VI The Board of Governors:** The Board shall consist of the elected officers, ex-officio members and 14 members from the general membership. Each member will serve a two-year term, with the term of seven members expiring each year. The election for the replacements for the seven members whose terms have expired shall be held each year at the annual Spring Membership Meeting. In the event that a member whose term has not expired has left the Board for any reason, a replacement shall be appointed by the President to complete the balance of the term. At the end of the term, a replacement shall be elected at Spring Membership Meeting. Effective with the elections in 2009, those elected to the Board of Governors shall serve for no more than three consecutive two-year terms. This requirement will not disqualify any member of the Board of Governors from being elected as an officer.
- VII Duties of the Officers:**
- A. The President shall:
1. Set the time, place and agenda for meetings of the Board of Governors.
 2. Preside over meetings of the Board of Governors and the General Membership.
 3. Act as liaison to Albertus Magnus College.
 4. Unless otherwise provided, appoint chairpersons of standing committees and when needed, appoint ad hoc committees which shall serve until the completion of their assigned tasks.
 5. Upon the resignation of an officer or a member of the board of governors, appoint a replacement, who shall serve until the next election.
 6. Appoint an auditor subject to the approval of the Board.

- B. The Executive Vice-President shall:
 - 1. Attend meetings of the Board of Governors.
 - 2. Preside over meetings of the Board of Governors or the General Membership in the absence of the President.
 - 3. Assume assignments designated by the President or the Board of Governors.
- C. The Vice President for Curriculum shall:
 - 1. Attend the meetings of the Board of Governors.
 - 2. Serve as chairperson of the Curriculum Committee.
 - 3. Receive proposals for courses to be offered.
 - 4. Call meetings of the Curriculum Committee to consider and approve proposed courses.
 - 5. Appoint committee members to recruit qualified study group leaders.
 - 6. Request liaisons from the Volunteer Committee.
 - 7. Schedule classes at available venues.
- D. The Secretary shall:
 - 1. Attend the meetings of the Board of Governors.
 - 2. Record the minutes of the meetings of the Board of Governors and General Membership.
 - 3. Distribute copies of the minutes to all members of the Board of Governors prior to the next scheduled meeting.
 - 4. Once approved, maintain and store digital files of the minutes.
 - 5. Maintain and store the official documents and records of the corporation, and provide copies to members as requested.
 - 6. Provide updated copies of the By-Laws, as amended, to the officers and the Board of Governors, including the date of the amendments.
 - 7. Maintain and store a digital contact list of the Board of Governors for distribution to Board members.
- E. The Treasurer shall:
 - 1. Attend the meetings of the Board of Governors.
 - 2. Serve as chairperson of the Budget Committee.
 - 3. Receive notice of bank deposits of dues, donations, and tuition fees.
 - 4. Pay invoices, reimburse member expenses and conduct day-to-day activities related to financial operation of the Institute
 - 5. Maintain the financial records of the Institute.
 - 6. Submit financial reports to the Board.
 - 7. Recommend establishment or closing of Institute bank accounts.
 - 8. Report on the Institute's finances at the General Meetings.
 - 9. Present the budget for approval to the members at the year-end General Meeting.

VIII Board of Governors:

The Board of Governors shall:

- 1. Set policy for the Institute.
- 2. Have final approval of committee decisions, except for the Nominating Committee.
- 3. Set all registration fees and yearly dues.
- 4. Set dates of meetings of the general membership.
- 5. Board members shall serve on at least one standing committee. No standing officer shall serve on the Nominating Committee.

IX Standing Committees:

- A. The Curriculum Committee shall:
 - 1. Review class proposals received by the Vice-President for Curriculum.
 - 2. Decide which courses to offer each term.
 - 3. Set dates and times of courses at available venues.
 - 4. Provide the Publications Committee with all data needed for the print and on line catalogues.
- B. The Publications Committee shall:
 - 1. Publish and distribute printed catalogue to all members.
 - 2. Publish and distribute the newsletters to all members
 - 3. Publish online catalog information via the electronic registration vendor
- C. The Nominating Committee shall:
 - 1. Be representative of the organization and shall consist of five (5) members to be selected as follows: three (3) of the members are to be elected by the membership at the Spring Membership Meeting; one (1) of the members of the Nominating Committee shall be appointed by the current Board of Governors; and one (1) of the five (5) members shall include the immediate past president.
 - 2. Not have any standing officer serve on the Nominating Committee.
 - 3. Select their chairperson from the members of the Nominating Committee.
 - 4. Identify, interview and select candidates for officer and Board member open positions.
 - 5. Prepare a slate of officers and members of the Board of Governors and three (3) members of the next Nominating Committee to be presented to the membership at least two weeks prior to the Spring Membership Meeting.
- D. The Social Committee shall:
 - 1. Make all necessary arrangements for the Spring Membership meeting and the year-end General Membership meeting.
 - 2. Oversee the arrangements on the day of the spring membership meeting and the year-end General Membership meeting.
 - 3. Make all necessary arrangements for social activities approved by the Board of Governors.
- E. The Budget Committee shall:
 - 1. Review the Institute's income and past expenses.
 - 2. Prepare a budget for the upcoming fiscal year.
 - 3. Present the budget for the coming year for a vote of the members at the year-end General Meeting.
- F. The Membership & Registration Committee shall:
 - 1. Maintain records of current and new memberships.
 - 2. Record course enrollments.
 - 3. Prepare deposit tickets and deposit checks for payment of membership dues and course registrations.
 - 4. Update information on the electronic registration vendor website as needed.
- G. The Technology Committee shall:
 - 1. Act as liaison between the other committees and the electronic registration vendor.
 - 2. Maintain the Institute website making changes and modifications as needed.
 - 3. Review and recommend technology upgrades, vendors and procedures as needed.
- H. The Volunteer Committee shall:
 - 1. Recruit volunteers as requested to assist other committees.
 - 2. Appoint class liaisons.
 - 3. Organize volunteer appreciation events.

- I. Special Task Force:
 1. Will be assigned by the President when an issue arises that is not covered in the by-laws.
 2. The Task Force will meet, research and discuss the issue.
 3. Findings will be reported to the President and Board of Governors.
- X **Committee Chairpersons:** Committee Chairpersons shall have the power to appoint sub-committees, recruit members to their committees, and assign tasks as needed to carry out the work of the committee. Committee Chairpersons may, or may not be members of the Board.
- XI **Meetings of the Board of Governors:** The Board of Governors shall meet at least four times a year. Written notice of all meetings of the Board shall be given to Board members at least six days prior to the meeting. The presence of ten members shall constitute a quorum.
- XII **General Membership Meetings:** General membership meetings shall be held at least twice a year, with elections held at the Spring Membership Meeting and budget approval at the year end General Meeting. The presence of fifty members shall constitute a quorum. Written notice of all membership meetings shall be given to members at least ten days prior to the meeting.
- XIII **Rules of Order:** *Roberts' Rules of Order, Newly Revised* (11th ed. 1970, 2011) shall be followed during all meetings.
- XIV **Institute Bank Accounts:** The signatures of two officers shall be required for withdrawal, transfer, opening or closing of the Institute's bank accounts.
- XV **Fiscal Year:** The fiscal year shall run from January 1 to December 31.
- XVI **Membership Year:** The year for each member shall commence when she/he enrolls as a member and continues until the anniversary of the date of her/his enrollment.
- XVII **Limitations:** No part of the net earnings or assets of the corporation shall be used for the benefit of, or be distributed to its officers, governors, or members, except as reimbursement incurred in the operation of the Institute. The board shall have the power to give gifts in recognition of service to the Institute. Upon dissolution, its assets shall be distributed as set forth in the Articles of Incorporation.
- XVIII **Amendments to the By-Laws:** Amendments to these by-laws shall require a circulation of proposals to the membership at least two weeks prior to the next General Meeting and can be adopted by a vote of two thirds of the members attending.